

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number *(if known)* \_\_\_\_\_Chapter 11☐ Check if this an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name HelioPower Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 26-0271100

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

25747 Jefferson Avenue  
Murrieta, CA 92562

Number, Street, City, State &amp; ZIP Code

Riverside

County

P.O. Box, Number, Street, City, State &amp; ZIP Code

Location of principal assets, if different from principal place of business

25747 Jefferson Avenue Murrieta, CA 92562

Number, Street, City, State &amp; ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: \_\_\_\_\_

Debtor **HelioPower Inc.**  
Name

Case number (if known)

**7. Describe debtor's business**

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

\_\_\_\_\_

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **HelioPower Inc.**  
Name

Case number (if known)

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☐ 1-49☐ 50-99☐ 100-199☐ 200-999☒ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **HelioPower Inc.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **April 25, 2017**  
MM / DD / YYYY**X /s/ Maurice Rouso**

Signature of authorized representative of debtor

**Maurice Rouso**

Printed name

Title **President****18. Signature of attorney****X /s/ Samuel A. Schwartz. Esq.**

Signature of attorney for debtor

Date **April 25, 2017**

MM / DD / YYYY

**Samuel A. Schwartz. Esq.**

Printed name

**Schwartz Flansburg PLLC**

Firm name

**6623 Las Vegas Blvd. South, Suite 300  
Las Vegas, NV 89119**

Number, Street, City, State &amp; ZIP Code

Contact phone **(702) 385-5544**Email address **sam@nvfirm.com****10985**

Bar number and State

HelioPower Inc.  
25747 Jefferson Avenue  
Murrieta, CA 92562

Samuel A. Schwartz. Esq.  
Schwartz Flansburg PLLC  
6623 Las Vegas Blvd. South, Suite 300  
Las Vegas, NV 89119

United States Trustee  
300 Las Vegas Blvd. South #4300  
Las Vegas, NV 89101

Clark County Assessor  
c/o Bankruptcy Clerk  
500 S Grand Central Pkwy  
Box 551401  
Las Vegas, NV 89155-1401

Clark County Treasurer  
c/o Bankruptcy Clerk  
500 S Grand Central Parkway  
PO Box 551220  
Las Vegas, NV 89155-1220

Dept of Employment, Training and Rehab  
Employment Security Division  
500 East Third Street  
Carson City, NV 89713

Internal Revenue Service  
P.O. Box 7346  
Philadelphia, PA 19101-7346

Nevada Dept of Taxation, BK Section  
555 E. Washington Ave. #1300  
Las Vegas, NV 89101

State of Nevada Dept. of Motor Vehicles  
Attn: Legal Division  
555 Wright Way  
Carson City, NV 89711

24-7 Plumbing and Drain  
P. O. Box 612  
Murrieta, CA 92564

Above and Beyond Roofing  
40875 Carter Lane  
Bermuda Dunes, CA 92203

AC Electric  
33959 Galleron Street  
Temecula, CA 92592

Advanced Industrial Care  
2481 Pacheco Street  
Concord, CA 94520

Affordable Roofing Services  
13581 Gold Medal Avenue  
Chino, CA 91710

Air Conditioning Unlimied Inc.  
18017 Chatsworth Street  
Granada Hills, CA 91344

Air Vol  
1 Suburban Road  
San Luis Obispo, CA 93401

All Phase Electric Supply  
731 North Market Blvd.  
Sacramento, CA 95834

All Pro Drywall  
40797 Dakota Springs Way  
Murrieta, CA 92562

Amcors Sierra Building Products  
10714 Poplar Avenue  
Fontana, CA 92337

American Technologies, Inc.  
210 Baywood Avenue  
Orange, CA 92865

AMSPROTECTME.COM  
P. O. Box 14323  
Palm Desert, CA 92255

Apollo Solar  
c/o Maurice Rousso  
25747 Jefferson Avenue  
Murrieta, CA 92562

ARCPOINT  
3237 Alhambra Avenue  
Martinez, CA 94553

Ari-thane  
1530 N. Missile Way  
Anaheim, CA 92801

Baja Construction Co., Inc.  
223 Foster Street  
Martinez, CA 94553

Basem Bishay  
220 Palm Place  
Pomona, CA 91767

Bay Alarm  
P. O. Box 7137  
San Francisco, CA 94120

Big Horn Homeowners Association  
255 Palowet Drive  
Palm Desert, CA 92260

Bill Horan  
270 N. El Camino Real, Ste. F 344  
Encinitas, CA 92024

Bill Silva  
1862 Rising Glen Road  
West Hollywood, CA 90069

Bradford Charles Fults  
28643 Avocado Place  
Santa Clarita, CA 91390

Bradley Schmehl  
30923 Wildflower Lane  
Murrieta, CA 92563

Bryan White  
18650 Hawksberry Drive  
Riverside, CA 92508

Bryce Fasteners  
1230 N. Mondel Drive  
Gilbert, AZ 85233

Cal Chamber  
P. O. Box 526020  
Sacramento, CA 95852

California Apprenticeship  
P. O. Box 420603  
San Francisco, CA 94142

California Solar Electric  
302 N. Montgomery Street  
Ojai, CA 93023

California Solar Exchange, LLC  
173 East Holley Avenue  
El Segundo, CA 90245

California State Disbursement  
P. O. Box 989067  
West Sacramento, CA 95798

Call & Jensen  
610 Newport Center Drive  
Newport Beach, CA 92660

Canadian Solar (USA) Inc.  
3000 Oak Road  
Walnut Creek, CA 94597

CED Temecula  
P. O. Box 509079  
San Diego, CA 92150

Central Valley testing  
P. O. Box 2669  
Visalia, CA 93279

CGI Technical Services, Inc.  
1612 Wedding Way  
Redding, CA 96003

City of Murrieta  
One Town Square  
24601 Jefferson Avenue  
Murrieta, CA 92562

CMR Construction, Inc.  
P. O. Box 5849  
La Quinta, CA 92248

Concord Disposal Service  
P. O. Box 5397  
Concord, CA 94524

Concord Industrial Park IV, LP  
4080 Port Chicago Highway  
Concord, CA 94520

Cool Air Solutions  
41162 Sandalwood Circle  
Murrieta, CA 92562

CTE Inc.  
1441 Montiel Road, Suite 115  
Escondido, CA 92026

D. Roiz  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

Dass Structural Engineers  
1300 Adams Ave  
Costa Mesa, CA 92626



David DeFluiter  
3 Duray Ct.  
Aliso Viejo, CA 92656

David Martin  
30066  
Diamond Ridge Court  
Menifee, CA 92585

Debbie Landa  
503-1328 Marinaside Cr.  
Vancouver, B.C. Canada

Desert Alarm, Inc.  
73-168 Highway 111, Suite 204  
Palm Desert, CA 92260

Desert Elite Group, LLC  
P.O. Box 11924  
Palm Desert, CA 92255

Dhresh Pore  
43140 Avenida San Pasqual  
Temecula, CA 92592

DMV Renewal  
P. O. Box 942897  
Sacramento, CA 94294

DocuSign  
1301 2nd Avenue, Suite 2000  
Seattle, WA 98101

Duncan Bolt  
8535 Dice Road  
Santa Fe Springs, CA 90670

Dynamic Systems  
6430 Pleasant Street  
South Park, PA 15129

Eisenhower Occupational Health  
Dept 3123  
Los Angeles, CA 90084-3123

Engineered Power Solutions  
1405 Spring Street  
Paso Robles, CA 93446

Enterprise Fleet Service  
P.O. Box 800089  
Kansas City, MO 64180-0089

Ethos Distributed Solutions  
390 Youngfield St.  
Wheat Ridge, CO 80033

Fallbrook Awards  
235 E. Mission Rd., Suite C  
Fallbrook, CA 92028

Fallbrook Chamber of Commerce  
233 E. Mission Rd.  
Fallbrook, CA 92028

Family Custom Designs, LLC  
1050 Nevada St.  
Redlands, CA 92374

Fed Ex Freigh  
P.O. Box 21415  
Pasadena, CA 91185

Fish Window Cleaning  
P.O. Box GE  
Beaumont, CA 92223

Five Star Electric  
903 Industry Way, Suite A  
El Centro, CA 92243

Focused Energy, LLC  
1730 Camino Carlos Rey  
Santa Fe, NM 87507

Frank Fossati  
23005 Cecelia  
Mission Viejo, CA 92692

Fresno Neon Sign Company, Inc.  
5901 E. Clinton Ave.  
Fresno, CA 93727

Frontier Communications  
P.O. Box 740407  
Cincinnati, OH 45274-0407

G&C Industrial Electric  
634 S. State College Blvd.  
Fullerton, CA 92831

General Pacific Inc.  
P.O. Box 70  
Fairview, OR 97024

General Tree, Inc.  
4811 Kimber Avenue  
Bakersfield, CA 93307

Golden Gate Overnight  
P.O. Box 10877  
Pleasanton, CA 94588

Greenberg Traurig  
3333 Piedmont Road NE, Suite 2500  
Atlanta, GA 30305

H&D Plastering  
1260 Apple Dr.  
Concord, CA 94518

Haulaway Storage Containers  
P.O. Box 186  
Stanton, CA 90680-0186

Healthpointe Med Group  
16702 Valley View Ave.  
La Mirada, CA 90638

Holland & Hart  
P.O. Box 17283  
Denver, CO 80217

Home Depot Credit Services  
P.O. Box 6031  
The Lakes, NV 88901

Hotels.com  
10440 N. Central Expwy  
Dallas, TX 75231

Hyundai-Korea  
21250 Hawthorne Blvd.  
Torrance, CA 90503

Ian Rogoff  
P. O. Box 4683  
Incline Village, NV 89450

Image Source  
650 East Hospitality Ln., Suite 540  
San Bernardino, CA 92408

Imperial Irrigation District  
P.O. Box 937  
Imperial, CA 92251-0937

Industrial Metal Supply  
301 Main St.  
Riverside, CA 92501

Innovative Structural Engineer  
40810 County Center Drive  
Temecula, CA 92591

J. Bonanno  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

JC Construction  
3305 W. Holland  
Fresno, CA 93722

John McIntosh  
39873 Osprey Road  
Murrieta, CA 92562

Jonah Liebes  
328 E. Clemmens Lane  
Fallbrook, CA 92028

Judith Schurr  
7643 Shoshone Dr.  
Indian Wells, CA 92210-8851

K.C. Propane  
P.O. Box 17652  
Anaheim, CA 92807

K2 Development  
1011 Parkview Ave., Suite A  
Redding, CA 96001

Konica Minolta  
Maint Dept 22988  
Pasadena, CA 91185-2988

Konica Minolta QDS Lease  
P.O. Box 100706  
Pasadena, CA 91189-0706

Krames StayWell, LLC  
P.O. Box 90477  
Chicago, IL 60696-0477

Krannich Solar  
3801 Ocean Ranch Blvd.  
Oceanside, CA 92056

Locus Energy  
2 Hudson Place, 6th Floor  
Hoboken, NJ 07030

Magnolia Heating & Cooling Inc.  
6990 Jurupa Ave.  
Riverside, CA 92504

Marathon Reprographics  
41571 Corning Place, Suite 112  
Murrieta, CA 92562

Matthew McPherson  
51239 Avendia Rubio  
La Quinta, CA 92253

Matthew Noonan  
1027 Enamor Court  
Palm Springs, CA 92262

Maurice Rousso  
30820 East Green Drive  
Murrieta, CA 92563

McMaster-Carr Supply Co.  
P.O. Box 7690  
Chicago, IL 60680-7690

MD Concrete Cutting  
2916 Gibson St.  
Bakersfield, CA 93308

MedPost Urgent Care  
P.O. Box 740189  
Los Angeles, CA 90074-0189

Michael Maloney  
1002 Hermes Ave.  
Encinitas, CA 92024

Michael Murray  
1593 Larson Lane  
Fallbrook, CA 92028

Michelle Schmehl  
30923 Wondflower Ln.  
Murrieta, CA 92563

Mobile Mini  
P.O. Box 79149  
Phoenix, AZ 85062-9149

National Construction Rentals  
P.O. Box 4503  
Pacoima, CA 91333-4503

New Home Solar Power, Inc.  
605 Market Street, Suite 900  
San Francisco, CA 94105

No Limit Concrete Pumping  
P.O. Box 733  
Byron, CA 94514

Norman Scheel Structural  
5022 Sunrise Boulevard  
Fair Oaks, CA 95628

North County Fence, Inc.  
29690 Cottonwood Cove Drive  
Menifee, CA 92584

Nowadays Solar  
1626 N. Pointsettia Pl.  
Los Angeles, CA 90046

Office Products  
41765 Elm Street  
Murrieta, CA 92562

Old Republic Surety Group  
P.O. Box 1635  
Milwaukee, WI 53201

OnTrac  
PO BOX 841664  
Los Angeles, CA 90084-1664

Orie2 Engineering Inc  
9750 Miramar Road Ste 310  
San Diego, CA 92126

Orion Solar Racking  
2917 Vail Ave  
Commerce, CA 90040

Orkin Pest Control  
P.O. Box 7161  
Pasadena, CA 91109-7161

Ortiz Construction Services  
7161 McNeil Lane  
Buena Park, CA 90620

Owen-Dunn Insurance Services  
1455 Response Rd., #260  
Sacramento, CA 95815

Pac-Van  
9155 Harrison Park Court  
Indianapolis, IN 46216

Paul Davis Restoration  
9767 Aspen Creek Cl  
San Diego, CA 92126

Penske Truck Leasing Co. L.P.  
PO Box 7429  
Pasadena, CA 91109-7429

Personnel Concepts  
PO Box 5750  
Carol Stream, IL 60197-5750

PG&E  
PO Box 997300  
Sacramento, CA 95899-7300

Pick My Solar  
525 S. Hewitt Street  
Los Angeles, CA 90013

PJZ Land Inc  
25747 Jefferson  
Murrieta, CA 92562

PowerScout  
331 Jefferson St  
Oakland, CA 94607

Press-Enterprise  
1801 W Olympic Blvd  
Pasadena, CA 91199-1555

PVHardware  
7732 Fair Oaks Blvd  
Carmichael, CA 95608

Quality Fencing Co., Inc  
5828 S. Peach Avenue  
Fresno, CA 93725

Rain for Rent  
3397 Highway 86  
Imperial, CA 92251

Randy Shultz  
41650 Via Del Monte  
Temecula, CA 92592

Realm Engineering  
1447 Market Street Suite B  
Redding, CA 96001

Reddaway  
26401 Network Place  
Chicago, IL 60673-1264

Registrar of Contractors  
P.O. Box 26000  
Sacramento, CA 95826

Residence Inn Marriott  
25407 Madison Ave  
Murrieta, CA 92562

Rexel Solar Solutions  
2363 West La Palma Ave  
Anaheim, CA 92801

RGS Energy  
110 16th St  
Denver, CO 80202

Rick Hart Roofing  
39744 Exa Ely Rd  
Hemet, CA 92544

Risk Management Training  
P.O Box 935  
Rancho Santa Fe, CA 92067

Roberts Tree Service  
PO Box 460966  
Escondido, CA 92406-0966

Roseann Larsen  
27 Birkdale Circle  
Rancho Mirage, CA 92270

S. Huang  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

S. LoRusso  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

Sacramento Engineering Consult  
10555 Old Placerville Road  
Sacramento, CA 95827

Salesforce.com Inc  
P.O. Box 203141  
Dallas, TX 75320-3141

San Diego Pension Consultants  
5628 Copley Drive  
San Diego, CA 92111

Sanger Thousand Palms, LLC  
400 S. Farrell Drive  
Palm Springs, CA 92262

Santa Fe Contracting Inc  
2626 Hartford St  
San Diego, CA 92110



Service Master All Season Cle  
8966 West State Ave  
Glendale, AZ 85305

Shell Fleet Plus  
PO Box 183019  
Columbus, OH 43218-3019

Sierra Nevada Solar  
P. O. Box 4683  
Incline Village, NV 89450

Sierra Nevada Solar, Inc  
710 5th St  
Prescott, AZ 86301

Silverio Xolocotzi  
34478 Dean Ln  
Wildomar, CA 92595

Skylift Rentals  
P.O Box 2224  
Irwindale, CA 91706

SMA America LLC  
6020 West Oaks Blvd  
Rocklin, CA 95677

Solace Construction  
200 Spectrum Center Dr Suite 300  
Irvine, CA 92618

Soligent, LLC  
PO Box 398012  
San Francisco, CA 94139-8012

Sonnen  
10800 Burbank Blvd. Suite C  
North Hollywood, CA 91601

Southern California Edison  
PO Box 600  
Rosemead, CA 91771-0001

Southern California News Group  
21860 Burbank Blvd #200  
Woodland Hills, CA 91367

Sparkletts  
PO Box 660579  
Dallas, TX 75266-0579

Springhill Suites  
28220 Jefferson Ave  
Temecula, CA 92590

Staples Business Advantage  
PO Box 83689  
Chicago, IL 60696-3689

State Water Resource Control B  
PO Box 1888  
Sacramento, CA 95812-1888

Stoker Construction  
56471 29 Palms Highway  
Yucca Valley, CA 92284

Sunpower Corporation  
P.O.Box 60000  
San Francisco, CA 94160

SunRun Inc.  
595 Market Street, 29th Floor,  
San Francisco, CA 94105

SunTrek Industries, Inc.  
5 Holland #215  
Irvine, CA 92618

Super Roofing Co  
15 Seville Way South  
South San Francisco, CA 94080

T. Millhoff  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

Tammy Storino  
18 Haverhill Rd  
Laguna Niguel, CA 92677

Taquino Engineering  
PO Box 2066  
La Mesa, CA 91943

TelePacific Communications  
515 S. Flower St.  
Los Angeles, CA 90071-2201

The Vintage Club Security  
75-001 Vintage Drive West  
Indian Wells, CA 92210

Time Warner Cable  
P.O. Box 60074  
City of Industry, CA 91716-0074

TMI Research Services  
PO Box 61253  
Santa Barbara, CA 93160

Top of the Line Signs  
PO Box 179  
La Quinta, CA

TR Beitsch  
1500 Bella Circle  
Lincoln, CA 95648

United Rentals  
PO Box 840514  
Dallas, TX 75284-0514

United Site Services  
PO Box 53267  
Phoenix, AZ 85072-3267

Urgent Care-City Med  
PO Box 15256  
Loves Park, IL 61132-5256

US Healthworks  
PO Box 50042  
Los Angeles, CA 90074

V. Zelfer  
c/o HelioPower, Inc.  
25747 Jefferson Avenue  
Incline Village, NV 89450

Veris Industries  
12345 SW Leveton Drive  
Tualatin, OR 97062

Waste Management of the Inland  
PO Box 78251  
Phoenix, AZ 85062-8251

Wave Broadband  
P. O. Box 34889  
Seattle, WA 98124

Wendel Rosen Black & Dean LLP  
1111 Broadway, 24th Floor  
Oakland, CA 94607

WEX Gas  
PO Box 6293  
Carol Stream, IL 60197-6293

Workplace Dynamics  
397 Eagleview Blvd Suite 200  
Exton, PA 19341

Xerox Financial Services  
PO Box 202882  
Dallas, TX 75320-2882

Yourmembership.com  
541 Eastern Point Rd Suite 3  
Groton, CT 06340

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF ALL THE DIRECTORS OF HELIOPOWER, INC.**

The undersigned, constituting all of the Directors of HelioPower, Inc., a Nevada corporation (the "**Company**"), hereby unanimously consent to and take the following action:

RESOLVED, that all of the Directors of the Company hereby authorize, direct and empower Maurice Rousso, to act for and on behalf of the Company, to execute and deliver all documents necessary or appropriate, and to take all such other actions deemed necessary or appropriate to effectuate the Chapter 11 Bankruptcy filing of the Company;

IT IS HEREBY FURTHER RESOLVED that Maurice Rousso is authorized and directed to take such further actions as may be necessary or appropriate to carry out the resolutions and directives identified here, including the retention of Schwartz Flansburg PLLC as the Company's bankruptcy counsel; and

IT IS HEREBY FURTHER RESOLVED that Maurice Rousso is authorized and directed to take such further actions as may be necessary or appropriate to enter into that certain Debtor-In-Possession Credit Agreement with Sierra Nevada Solar, Inc., as the lender; and

IT IS HEREBY FURTHER RESOLVED that any and all actions previously done by Maurice Rousso in connection with the subject matter of these resolutions are hereby approved, ratified and confirmed in all respects.

IN WITNESS WHEREOF, all of the Directors of HelioPower, Inc., a Nevada corporation, does hereby execute this Action by Unanimous Written Consent as of the date indicated below.

DIRECTORS:

 _____ MAURICE ROUSSO, Director	<u>4/18/2017</u> _____ Date
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\_\_\_\_\_  
VICKI L. ZELFER, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
IAN G. ROGOFF, Director

\_\_\_\_\_  
Date

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF ALL THE DIRECTORS OF HELIOPOWER, INC.**

The undersigned, constituting all of the Directors of HelioPower, Inc., a Nevada corporation (the “**Company**”), hereby unanimously consent to and take the following action:

RESOLVED, that all of the Directors of the Company hereby authorize, direct and empower Maurice Rouso, to act for and on behalf of the Company, to execute and deliver all documents necessary or appropriate, and to take all such other actions deemed necessary or appropriate to effectuate the Chapter 11 Bankruptcy filing of the Company;

IT IS HEREBY FURTHER RESOLVED that Maurice Rouso is authorized and directed to take such further actions as may be necessary or appropriate to carry out the resolutions and directives identified here, including the retention of Schwartz Flansburg PLLC as the Company's bankruptcy counsel; and

IT IS HEREBY FURTHER RESOLVED that Maurice Rouso is authorized and directed to take such further actions as may be necessary or appropriate to enter into that certain Debtor-In-Possession Credit Agreement with Sierra Nevada Solar, Inc., as the lender; and

IT IS HEREBY FURTHER RESOLVED that any and all actions previously done by Maurice Rouso in connection with the subject matter of these resolutions are hereby approved, ratified and confirmed in all respects.

IN WITNESS WHEREOF, all of the Directors of HelioPower, Inc., a Nevada corporation, does hereby execute this Action by Unanimous Written Consent as of the date indicated below.

DIRECTORS:

\_\_\_\_\_  
MAURICE ROUSSO, Director

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
VICKI L. ZELFER, Director

\_\_\_\_\_  
April 18, 2017

\_\_\_\_\_  
Date

\_\_\_\_\_  
IAN G. ROGOFF, Director

\_\_\_\_\_  
Date

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF ALL THE DIRECTORS OF HELIOPOWER, INC.**

The undersigned, constituting all of the Directors of HelioPower, Inc., a Nevada corporation (the "**Company**"), hereby unanimously consent to and take the following action:

RESOLVED, that all of the Directors of the Company hereby authorize, direct and empower Maurice Rousso, to act for and on behalf of the Company, to execute and deliver all documents necessary or appropriate, and to take all such other actions deemed necessary or appropriate to effectuate the Chapter 11 Bankruptcy filing of the Company;

IT IS HEREBY FURTHER RESOLVED that Maurice Rousso is authorized and directed to take such further actions as may be necessary or appropriate to carry out the resolutions and directives identified here, including the retention of Schwartz Flansburg PLLC as the Company's bankruptcy counsel; and

IT IS HEREBY FURTHER RESOLVED that Maurice Rousso is authorized and directed to take such further actions as may be necessary or appropriate to enter into that certain Debtor-In-Possession Credit Agreement with Sierra Nevada Solar, Inc., as the lender; and

IT IS HEREBY FURTHER RESOLVED that any and all actions previously done by Maurice Rousso in connection with the subject matter of these resolutions are hereby approved, ratified and confirmed in all respects.

IN WITNESS WHEREOF, all of the Directors of HelioPower, Inc., a Nevada corporation, does hereby execute this Action by Unanimous Written Consent as of the date indicated below.

DIRECTORS:

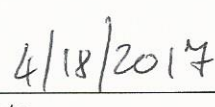
\_\_\_\_\_  
MAURICE ROUSSO, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
VICKI L. ZELFER, Director

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
IAN G. ROGOFF, Director

  
\_\_\_\_\_  
Date